

1:13-cv-370

TAB
4

1:13-cv-370

Schedule BSPI Election Form – Wexford Spectrum Fund, L.P.

We request that each of the Unaffiliated Limited Partners choose one of the two alternatives described below. Please indicate your choice by checking the box that corresponds to your selection, signing in the space provided and returning the executed election as described below by no later than October 31, 2012. **If you do not provide notice to the General Partner of your election by October 31, 2012, you will be deemed to have elected Option 1 below.**

- ☐ Option 1. I elect this option and will continue to participate in my pro rata interest in the SPI. I understand that these interests will be transferred to a side pocket account, will be governed by Articles III and IV of the Agreement and will not be subject to withdrawal until the SPI is disposed of or otherwise become liquid.
- ☒ Option 2. I elect this option and will be deemed (a) to have received, on October 31, 2012, an in-kind distribution of my pro rata interest in the SPI or at Wexford's option, my pro rata share of the investment held in the SPI, (b) immediately thereafter to have sold such interest to a Wexford affiliate for a sales price equal to the marked value of such interest, and (c) to have reinvested such sales price in the Partnership effective November 1, 2012. The Wexford affiliate will pay the sales price in cash into the Partnership on behalf of such Limited Partners on November 1, 2012 and will become the holder of the transferred Partnership interests relating to the SPI.

The undersigned Limited Partner hereby acknowledges that: (i) it has full legal capacity, power and authority to execute this Election Form; (ii) such execution will not conflict with, or result in any violation of or default under, any agreement, order, judgment, or other instrument to which the undersigned Limited Partner is bound; (iii) it has conducted its own independent evaluation and made its own analysis as it deems necessary in order to make its own decision with regard to this Election Form; and (iv) it has not relied on any oral or written representations, warranties or advice of any kind or nature by the Partnership, the General Partner, the Investment Manager, their affiliates or any of their respective directors, officers, partners, members, managers, agents, representatives, advisors, employees or affiliates.

Please note that the General Partner and its affiliated Limited Partners are electing Option 1 and strongly recommend that all Limited Partners do so as well.

If an Individual:

Name _____

Signature _____

Date: _____, 2012

If an Entity:

Texas County & District Retirement System
Name of Entity

By: 

Name: Paul Williams

Title: Chief Investment Officer

Date: October 23, 2012

Please email or fax a copy of the completed form by October 31, 2012 to the attention of Marc Leferman at ir@wexford.com or (203) 862-7324.